

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
: **Chapter 11**
: **Case No. 18-23538 (RDD)**
: **(Jointly Administered)**
: **Debtors.¹**
:
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NOTICE OF INTENT TO CONDUCT STORE CLOSING SALES

PLEASE TAKE NOTICE THAT:

1. On October 15, 2018 and continuing thereafter, Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), each commenced with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) a voluntary case under chapter 11 of title 11 of the United States Code.

2. On October 26, 2018, the Bankruptcy Court entered an order (ECF No. 337) (the “**Store Closing Order**”)² approving certain procedures (the “**Store Closing Procedures**”) that may be used by the Debtors to sell the inventory, furniture, fixtures, and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

² Capitalized terms used but not defined herein have the meanings ascribed to them in the Store Closing Order.

equipment at any of their stores (such sales, the “**Store Closing Sales**”). An electronic copy of the Store Closing Order can be found at: <https://restructuring.primeclerk.com/sears/>.

3. Pursuant to the Store Closing Order, the Debtors may conduct Store Closing Sales pursuant to the Store Closing Procedures without further order of the Bankruptcy Court by filing and serving by email or overnight mail on the Notice Parties with this notice of intent (the “**Notice of Intent**”) and a copy of the Store Closing Order. The Notice Parties and affected parties have ten (10) calendar days’ notice (the “**Objection Deadline**”) from the filing and serving of this Notice of Intent to object to the terms of the Store Closing Procedures and request a hearing on the objection. If no objection is filed, the Debtors may conduct Store Closing Sales at such locations in accordance with the terms of the Store Closing Order.

4. **The Debtors hereby provide notice** that they will commence Store Closing Sales at the store locations listed on **Exhibit A** attached hereto on or after the Objection Deadline. Such sales will be conducted in accordance with the Store Closing Order and the Store Closing Procedures.

Dated: November 8, 2018
New York, New York

/s/ Sunny Singh

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Exhibit A

Closing Stores

	STORE ID NO.	COUNTERPARTY-LANDLORD AND ADDRESS	COUNTERPARTY-SUBTENANT/ASSIGNEE AND ADDRESS	DEBTOR	PROPERTY ADDRESS
1.	3371	AGC Addison, LLC dba AGC Addison Owner, LLC c/o Angelo, Gordon & Co., L.P. 245 Park Avenue, 24th Floor New York NY 10167	AGC Addison Owner, LLC, c/o Angelo, Gordon & Co LP Attn: Olive Garden 245 Park Ave; 24th Floor New York NY 10167	Kmart Corporation	3443 W Addison Chicago, IL 60618-4249
2.	1484	Berkshire Mall LLC, C/O Allied Properties 1665 State Hill Road Wyomissing PA 19610	N/A	Sears, Roebuck and Co.	Warren St Bypass & Bern Rd Reading, PA 19610-
3.	1755	Boynton Beach Mall LLC, c/o Washington Prime Group, Inc. Attn: General Counsel, 180 East Broad Street Columbus OH 43215	N/A	Sears, Roebuck and Co.	801 N Congress Ave Boynton Beach, FL 33426-3315
4.	1828	CAGLV, LLC, c/o AVG Partners Attn: Ms. Kammie Kay, 9595 Wilshire Blvd., Suite 700 Beverly Hills CA 90212	N/A	Sears Grand, LLC	4355 Grand Canyon Dr Las Vegas, NV 89147-
5.	4490	Caparra Center Associates LLC P O Box 9506 San Juan PR 00968-0506	N/A	Kmart Corporation	Caparra Hgts - San Patricio S/C Roosevelt & San Patricio Avenues San Juan, PR 00920-2680
6.	2156	CHM Foothills 7, LLC, c/o Hunter Development Company 5731 Lyons View Pike, Suite 225 Knoxville TN 37919	N/A	Sears, Roebuck and Co.	198 Foothills Mall Maryville, TN 37801-2310
7.	2421	Conestoga Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck NY 11021	N/A	Sears, Roebuck and Co.	175 Conestoga Mall Grand Island, NE 68803-2397
8.	3896	Gator Oeste Owner, LLC, c/o Gator Investments 7850 NW 146th Street, 4th Floor Miami Lakes FL 33016	N/A	Kmart Corporation	Castro Perez Ave (Pr 122) San German, PR 00683-
9.	2278	GGP LP LLC, d/b/a Grand Teton Mall LLC Attn: Law/Lease Administration Department 350 N. Orleans Street, Suite 300 Chicago IL 606541607	N/A	Sears, Roebuck and Co.	2300 E 17Th St Idaho Falls, ID 83404-6504
10.	2807	JTL Rock Hill LLC, c/o SRS Real Estate Partners Attn: General Counsel, 8343 Douglas Avenue, Suite 200 Dallas TX 75225	N/A	Sears, Roebuck and Co.	2197 Dave Lyle Blvd Rock Hill, SC 29730-
11.	3828	KIR Temecula, LP, c/o Kimco Realty Corporation 3333 New Hyde Park Road, Suite 100, P. O. Box 5020 New Hyde Park NY 11042-0020	N/A	Kmart Corporation	26471 Ynez Road Temecula, CA 92591-4654
12.	2138	Macerich La Cumbre LP, c/o The Macerich Company Attn: Legal Department, 401 Wilshire Boulevard, 700 Santa Monica CA 90401	Lands' End, Inc. Attn: Sr. Vice President & General Counsel 5 Lands' End Lane Dodgeville, WI 53595 Sprint PCS Assets, LLC Attn: Samantha Dang 6391 Sprint Parkway Overland Park KS 66251	Sears, Roebuck and Co.	3845 State St Santa Barbara, CA 93105-3111
13.	2557	Mall at Longview, LLC, c/o Washington Prime Group Inc. Chase Tower, 111 Monument Circle Indianapolis IN 46204	N/A	Sears, Roebuck and Co.	3510 Mccann Rd Longview, TX 75605-4420
14.	2001	MIDAMCO, C/O MID-AMERICA MNGT CORPORATION 3333 RICHMOND ROAD , SUITE 350 BEACHWOOD OH 44122	N/A	Sears, Roebuck and Co.	987 E Ash St Ste 170 Piqua, OH 45356-4198

	STORE ID NO.	COUNTERPARTY-LANDLORD AND ADDRESS	COUNTERPARTY-SUBTENANT/ASSIGNEE AND ADDRESS	DEBTOR	PROPERTY ADDRESS
15.	1424	Montgomery Mall Buyer, LLC, c/o Westfield Corporation Attn: Office of Legal Counsel, 2049 Century Park East, 41st Floor Los Angeles CA 90067	Lands' End, Inc. Attn: Sr. Vice President & General Counsel 5 Lands' End Lane Dodgeville, WI 53595	SRC O.P. LLC	7103 Democracy Blvd Bethesda, MD 20817-1007
16.	3527	Pennsee, LLC, c/o John C Strougo 350 Lexington Ave, Suite 204 New York NY 10016	N/A	Kmart Corporation	7101 Roosevelt Blvd Philadelphia, PA 19149-1431
17.	4064	Riverview Plaza Associates, LP, c/o The First City Company Three Gateway Center, 401 Liberty Avenue, Suite 200 Pittsburgh PA 15222	Burger King Corporation, Attn: M. Molina P O Box 02083 Miami FL 33192	Kmart Corporation	1901 Lincoln Hwy North Versailles, PA 15137-2736
18.	1130	RockStep Janesville, LLC, c/o RockStep Management - Janesville, LLC 1445 North Loop West, Suite 625 Houston TX 77008	N/A	Sears, Roebuck and Co.	2500 Milton Ave Janesville, WI 53545-0477
19.	1166	Rockstep Meridian, LLC, c/o Rockstep Management 1445 North Loop West, Suite 625 Houston TX 77008	N/A	SRC Facilities LLC	1740 Bonita Lakes Cir Meridian, MS 39301-6955
20.	2683	Salmon Run Shopping Center, LLC, c/o Pyramid Management Group, LLC The Clinton Exchange, 4 Clinton Square Syracuse NY 13202-1078	N/A	Sears, Roebuck and Co.	I-81 & Arsenal Rt 3 Watertown, NY 13601-
21.	4395	SHC Owned	Sears Outlet Stores, LLC, Attn: General Counsel 5500 Trillium Blvd., Suite 501 Hoffman Estates IL 60192	Kmart Corporation	6077 S Packard Avenue Cudahy, WI 53110-3027
22.	4048	SHC Owned	Rent-A-Center East, Inc., Rent-Way Inc. 5501 Headquarters Drive Plano TX 75024	Kmart Stores of Illinois, LLC	3250 Clear Lake Rd Springfield, IL 62702-6208
23.	2819	SHC Owned	N/A	SRC Facilities LLC	3115 Airport Way Fairbanks, AK 99709-4755
24.	2290	SHC Owned	First Source Bank Attn: Ingrid Mathias-Leuthold, Asst V-P 100 North Michigan Avenue, P.O. Box 1602 South Bend IN 46634	SRC Facilities LLC	3901 Franklin St Michigan City, IN 46360-7314
25.	2040	SHC Owned	N/A	SRC Facilities LLC	5575 B Drive N Battle Creek, MI 49015-
26.	1375	SHC Owned	Lands' End, Inc. Attn: Sr. Vice President & General Counsel 5 Lands' End Lane Dodgeville, WI 53595	SRC Facilities LLC	3320 Silas Creek Pkwy Winston Salem, NC 27103-3031
27.	1315	SHC Owned	N/A	SRC Facilities LLC	401 Northgate Mall Chattanooga, TN 37415-6943
28.	1216	SHC Owned	N/A	Sears, Roebuck and Co.	1200 Southland Mall Memphis/Southland, TN 38116-7808
29.	1065	SHC Owned	N/A	Sears, Roebuck and Co.	10101 Brook Rd Glen Allen, VA 23059-4225
30.	1043	SHC Owned	Lands' End, Inc. Attn: Sr. Vice President & General Counsel 5 Lands' End Lane Dodgeville, WI 53595	SRC Facilities LLC	470 Lewis Ave Meriden, CT 06451-2103
31.	1027	SHC Owned	N/A	SRC Real Estate (TX), LLC	750 Sunland Park Dr El Paso/Sunland Pk, TX 79912-6709
32.	2226	Sterling Value Add Investments II, dba SVAP II Stones River, LLC c/o Sterling Retail Services, Inc. Attn: Gregory Moross 340 Royal Poinciana Way, Suite 316 Palm Beach FL 33480	N/A	Sears, Roebuck and Co.	1720 Old Fort Pkwy Murfreesboro, TN 37129-3352

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33.	2074	Stroud Mall, LLC, C/O CBL & Associates Management, Inc. Attn: General Counsel, 2030 Hamilton Place Blvd., Suite 500 Chattanooga TN 37421	N/A	Sears, Roebuck and Co.	344 Stroud Mall Stroudsburg, PA 18360-
34.	2315	Treasure Coast - JCP Associates, Ltd., c/o Simon Property Group 225 West Washington Street Indianapolis IN 46204	N/A	Sears, Roebuck and Co.	3342 Nw Federal Hwy Us 1 Jensen Bch(Stuart), FL 34957-
35.	2106	TUP 130, LLC, c/o Brookfield Properties (R) LLC Attn: Legal Department, 200 Vesey Street, 25th Floor New York NY 10281	N/A	Sears, Roebuck and Co.	1001 Barnes Crossing Rd Tupelo, MS 38804-0916
36.	4858	Urban Edge Properties LP dba Urban Edge Caguas LP 210 Route 4 East Paramus NJ 07652	N/A	Kmart Corporation	Calle Betances Final #400 Caguas, PR 00726-0517
37.	9381	Urban Edge Properties LP, c/o UE 839 New York Avenue LLC 210 Route 4 East Paramus NJ 07652	N/A	Kmart Corporation	839 New York Ave Huntington, NY 11743-4412
38.	3380	Waterville Shopping Trust, c/o Maine Crossroads LLC P O Box 1534, Waterville ME 04903	N/A	Kmart Corporation	18 Elm Plaza Waterville, ME 04901-4936
39.	1768	Westcor Realty Limited Partnership, dba Paradise Valley Mall SPE LLC 11411 North Tatum Blvd. Phoenix AZ 85028	N/A	Sears, Roebuck and Co.	4604 E Cactus Rd Paradise Vly, AZ 85032-7704
40.	2173	Wilton Mall, LLC, c/o The Macerich Company Attn: Legal Department, 401 Wilshire Blvd., Suite 700 Santa Monica CA 90401	Lands' End, Inc. Attn: Sr. Vice President & General Counsel 5 Lands' End Lane Dodgeville, WI 53595	Sears, Roebuck and Co.	3065 Route 50 Saratoga, NY 12866-2960